

FORM 27

MATERIAL CHANGE REPORT

1. **Reporting Issuer:**

Western Star Trucks Holdings Ltd.
2076 Enterprise Way
Kelowna, British Columbia
V1Y 6H8

2. **Date of Material Change:**

January 6, 2000

3. **Press Release:**

Date of Issuance:	January 6, 2000
Place of Issuance:	Mississauga, Ontario

4. **Summary of Material Change:**

Mississauga, Ontario, January 6, 2000: Orion Bus Industries, a division of Western Star Trucks Inc., is pleased to announce it has been awarded a bus purchase contract with PACE for a total value of over \$27 million Cdn.

5. **Full Description of the Material Change:**

PACE, a transit company operating out of Arlington Heights, a suburb of Chicago, will purchase eighty (80) Orion VI low floor diesel heavy duty vehicles valued at over \$27 million Cdn. with an option for an additional sixty-three (63) vehicles worth over \$20 million Cdn. The APTA Safety Award winning company was Orion's largest customer in the 1980's and owned the largest fleet of Orion I buses in North America.

"We are pleased to see the return of past customers like PACE. The Orion VI low floor will be a great addition to PACE's existing fleet," stated John W. Bryant, Orion's Chief Executive Officer. Production of the vehicles is expected to commence this year.

6. **Reliance on Confidentiality Provisions of the Act:**

Not applicable.

7. **Omitted Information:**

Not applicable.

8. **Senior Officers:**

For further information contact:

David Burke, Chief Financial Officer at (250) 860-3319

9. **Statement of Senior Officer:**

The foregoing accurately discloses the material change referred to herein.

DATED at Kelowna, British Columbia, this 6th day of January, 2000.

David L. Burke
Executive Vice President,
Chief Financial Officer